

Exhibit D

From: Shanna Velez <shannajv@google.com>
Sent: Wed, 15 Dec 2021 00:50:42 +0000 (UTC)
To: Josh Kim <josh@bandcamp.com>
Cc: Sarah Carberry <carberry@google.com>
Subject: Re: Introduction

Hi Josh,
Wanted to check back in with you here, and also introduce you to Sarah Carberry, our Acting Head of Subscription & App Monetization Partnerships for Google Play.

I understand that integrating with Play Billing is a big decision for Bandcamp's business. However, should you go forward with the integration & our ADAP program, we can bring a suite of valuable tools and insights to your team to help you meet and exceed your business goals across Android. These value-adds include:

- **Growth Consulting:** Data-oriented business reviews to benchmark Bandcamp's performance against an anonymized peer set, with key insights provided in order to help inform Bandcamp's business decisions across Android as they relate to your strategic goals around driving growth in revenue, engagement, etc.
- **Partner Management:** Access to me as your dedicated point of contact to get to know your business, make recommendations for overall growth on Play, and help navigate Google's ecosystem
- **Reactive Support** for app-related issues from myself & our global Business Development Operations team
- **Nomination for Early Access Programs (EAPs)** to unlock priority access for your team to test & provide feedback on new features within Play

I'd love to show you how our Growth Consulting works in action, so you can get a sense of one of the many amazing tools we bring to the table to our Play Billing-integrated partners. **Can we schedule a 30-minute Growth Consultation the first week of January?** Of course happy to meet sooner than then, if your schedule allows!

On Fri, Dec 10, 2021 at 11:02 AM Shanna Velez <shannajv@google.com> wrote:

Hi Josh,
Happy Friday! I'm pleased to share that Bandcamp's nomination for PMEP has been approved under our Audio Distribution Accelerator Program (ADAP).

This means that Bandcamp is eligible for a service fee of 10% (not 15% as I previously mentioned) on all applicable earnings, in exchange for integration with Google Play Billing & developing features across key surfaces such as WearOS, Auto, TV.

I'd love to walk you through the program in more detail & discuss potential next steps. Are you available for a 30-minute call sometime next week?

On Mon, Dec 6, 2021 at 2:25 PM Shanna Velez <shannajv@google.com> wrote:

Thanks Mike! (to bcc)

Josh - great to be connected. My background is in music tech & artist management, so I'm quite familiar with Bandcamp - it's one of my favorite ways to support independent artists.

As discussed, we have deemed Bandcamp as required for integrating with Play Billing with our [standard fee](#) of 15% on the first \$1M/year & 30% thereafter on all in-app purchases for digital content (physical goods are exempt from Play Billing requirements). I have also gone ahead and nominated Bandcamp for our [Play Media Experience Program](#). If accepted, Bandcamp would be eligible for a service fee of 15% on all applicable earnings, in exchange for product integrations across key areas that would ultimately help to broaden Bandcamp's user experience across Android (ie: Wear, Auto, TV).

The deadline to integrate with Play Billing, or go consumption-only on Android, is 3/31/2022. This date is fast-approaching, so I've included our [Play Billing System Overview for Android Devs here](#).

I'm here to help with this transition, so please let me know if you'd like to jump on a call to address any outstanding questions or concerns.

Best!
Shanna

On Mon, Dec 6, 2021 at 9:49 AM Mike Marchak <marchak@google.com> wrote:

(moving Purnima to bcc)

Josh -
I hope things are good. I wanted to introduce you to Shanna who is a new partner manager on our team that can be a POC for you from the Play team. I'm hoping we can find ways to continue to grow Bandcamp on Play.

Happy Holidays!
- Mike

On Mon, Sep 13, 2021 at 2:36 PM Mike Marchak <marchak@google.com> wrote:

Josh -
Apologies for the delay getting back to you. I had an email draft that never got sent. Getting back to your questions...

1. As long as payments are primarily for physical goods, utilizing Play billing is not required
2. You can communicate our fees to users or artists as long as they are depicted accurately. Again, here are [More details](#) on the 15% fee on the first \$1M / yr and on the [Media Experience Program](#).

You had mentioned sending over some mocks of #2 to be sure we're all on the same page.

Thanks!

On Thu, Aug 19, 2021 at 12:28 PM Josh Kim <josh@bandcamp.com> wrote:

Hi Mike, sorry, just saw this as I was prepping for the meeting - had a few specific questions about:

1. Physical goods that come with digital bonuses associated with them (which is currently permitted in the iOS store).
2. How we'd go about integrating the 30% fee into our price structure, and whether it can be done on top of the price set by the artist, or if there's some limitations on how that's integrated.

Looking forward to connecting shortly!

Best,

Josh

On Wed, Aug 18, 2021 at 12:39 PM Mike Marchak <marchak@google.com> wrote:

Josh -
If you have any particular questions, it would be great to send in advance if possible.

Look forward to connecting tomorrow.

On Mon, Aug 16, 2021 at 9:49 AM Alyssa Ablao <aablao@google.com> wrote:

Thursday at 12:30 still works. I've sent over a calendar invite to confirm. Thank you, Josh!

On Mon, Aug 16, 2021 at 7:08 AM Josh Kim <josh@bandcamp.com> wrote:

Hi Alyssa, thanks for getting back - if thurs at 12:30 still works, that'd be great, thanks!

On Thu, Aug 12, 2021 at 12:23 PM Alyssa Ablao <aablao@google.com> wrote:

Hi Josh,
Could we aim for a call at:

- Wednesday, 3:00 pm (PT) or
- Thursday, 12:30 pm (PT)

Best,
Alyssa

On Thu, Aug 12, 2021 at 8:21 AM Purnima Kochikar <kochikar@google.com> wrote:

Hi Josh - happy to get on a call to discuss.
[+Alyssa Ablao](#) please help.
P

On Thu, Aug 12, 2021, 8:11 AM Josh Kim <josh@bandcamp.com> wrote:

Hi Purnima and Mike, nice to have met both of you as well, and appreciate your time - as you mentioned, we were hoping that the prior carveout for digital music downloads would continue, and I'll admit we're disappointed that's not the case, but appreciate that you're continuing to think creatively/dynamically about this, and I look forward to continuing the conversation.

To that end, I did have some follow up questions, would be great to find time for a call in the next few days, please let me know your availability tomorrow or early next week and hopefully we can find some time, thanks.

Best,

Josh

On Fri, Aug 6, 2021 at 5:10 PM Mike Marchak <marchak@google.com> wrote:

Josh -

It was definitely good to connect and learn more about Bandcamp & your business model. I really appreciate how much you value the musicians on your platform...I've been working with a similar mission to help developers for the past 13 years.

I realize you were hoping for different information, but I wanted to make sure you had links to the information we discussed in the meeting:

[More details](#) on the 15% fee on the first \$1M / yr

[Media Experience Program](#)

[Policy Extension](#) application - the link can be found under compliance timelines

Also, please plan to reconnect before you guys communicate changes to your community.

On Fri, Aug 6, 2021 at 5:00 PM Purnima Kochikar <kochikar@google.com> wrote:

Hi Josh - good to meet you in person finally. Thanks for the candid conversation and the feedback. Here's connecting you with [+Mike Marchak](#) who you met on the call.

P

On Wed, Apr 21, 2021 at 7:45 PM Josh Kim <josh@bandcamp.com> wrote:

Hi Purnima, great to e-meet you and hope you're doing well. Thanks for offering to help - as a brief summary: Bandcamp is an online record store and music community where artists sell music and merchandise directly to fans, built around the mission of supporting artists.

We had some questions around the recent Play store billing policy clarifications, specifically regarding digital music sales/downloads (which were previously explicitly excluded from in-app purchase requirements).

Let me know if best for me to share more details/context directly with you or you prefer I connect with someone else on your team.

Thanks again, really appreciate your help here.

Best,

Josh

On Wed, Apr 21, 2021 at 6:34 PM Purnima Kochikar <kochikar@google.com> wrote:

Thanks Randy. Moving you to bcc,
Josh, nice to meet you. Please let me know how I can help.

P

On Wed, Apr 21, 2021 at 5:30 PM Randy Gelber <randy.gelber@epicgames.com> wrote:

Josh - Purnima is a senior executive at Google who looks after Google Play.

Purnima - Josh is the COO at Bandcamp. As discussed, Josh has a few questions that you may be able to help with or send him in the right direction.

I let you both connect directly at your convenience. Obviously, you can drop me from the thread.

Best, Randy

Randy S. Gelber

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